

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

THE GEO GROUP, Inc.)	
)	
Plaintiff/Counterclaim Respondent)	
)	
v.)	Case No. CIV-23-1014 G
)	
HINTON ECONOMIC DEVELOPMENT)	
AUTHORITY, a Public Trust, and)	
THE TOWN OF HINTON, OKLAHOMA,)	
)	
Defendants/Counterclaimants.)	

DEFENDANTS FINAL WITNESS AND EXHIBIT LIST

Defendants Hinton Economic Development Authority, a public trust and the Town of Hinton, Oklahoma (collectively “Hinton”) submits their Final Witness and Exhibit List in accordance with the Second Amended Scheduling Order (Doc. 18).

WITNESS LIST

	Name and Address	Potential Testimony	Will Call/May Call
1.	Jason Garner, Director Hinton Economic Development Authority c/o Defendants’ Attorneys of Record	HEDA’s historical interactions with GEO, including GEO’s use of the prison, payments; communications regarding GEO’s contract with the State of Oklahoma; impact of GEO contract breach on Hinton.	Will Call

	Name and Address	Potential Testimony	Will Call/May Call
2.	Shannon Pack, Town Administrator Town of Hinton, Oklahoma c/o Defendants' Attorneys of Record	Hinton's historical interactions with GEO, including GEO's use of the prison; communications regarding GEO's contract with the State of Oklahoma; impact of GEO contract breach on Hinton.	Will Call
3.	Kari Hawkins General Counsel Oklahoma Department of Corrections Office of the General Counsel 3400 N. Martin Luther King Ave Oklahoma City, OK 73111 405-425-2515	Negotiations with GEO and the State's agreements with GEO.	Will Call
4.	James Black The GEO Group SVP, President Secure Services c/o Plaintiff's Attorneys of Record	Negotiations with the State of Oklahoma and communications with the defendants.	May Call
5.	All witnesses listed by Plaintiff not objected to by Defendants		May Call

EXHIBIT LIST

	Documents
1.	Hinton Economic Development Authority (HEDA) Trust Indenture
2.	Intergovernmental and Private Prison Contractor Agreement dated March 1, 2000.
3.	Lease Agreement Hinton Economic Development Authority and Cornell Corrections of Oklahoma, Inc., dated 12/30/1999.
4.	Assignment and Assumption of Lease (Hinton, Oklahoma) dated 8/14/2001.
5.	Warranty Deed dated 12/29/1999, filed in the records of the Caddo County Clerk on 12/30/1999 in Book 2268 at Page 328
6.	Sublease Agreement, GEO Group, Inc and Oklahoma Department of Corrections dated 4/18/2023.

	Documents
7.	Invoices and statements from HEDA to GEO.
8.	Communications, documents, and proposed agreement regarding GEO's August 2021 proposal for use of the Great Plains Correctional Facility as an Adult Alien Detention Center for ICE Detainees.
9.	<p>Bond Transcript \$24,400,000 Certificates of Participation in Lease Payments by the Hinton Economic Development Authority, containing the following:</p> <p>Ground Lease 2/1/1990: HEDA and Dominion Leasing Inc (Dominion).</p> <p>Lease-Purchase Agreement 2/1/1990: HEDA and Dominion.</p> <p>Assignment Agreement 2/1/1990 to Liberty National Bank and Trust Company (Liberty).</p> <p>Trust Agreement 2/1/1990: HEDA, Dominion and Liberty.</p> <p>Construction Contract 2/1/1990: Dominion and Canam Construction Company.</p> <p>Architectural Contract 2/1/1990: Dominion and The Benham Group.</p> <p>Preliminary Official Statement 1/29/1990.</p> <p>Official Statement 2/7/1990 issued by HEDA.</p> <p>Marketing Agreement 2/1/1990: HEDA and Correction Management Affiliates, Inc.</p> <p>Management Agreement 2/1/1990: HEDA and Correction Management Affiliates, Inc.</p> <p>UCC Financing Statement for Assignment from Dominion to Liberty.</p> <p>Opinion of Counsel 2/7/1990: HEDA.</p> <p>Land Survey.</p> <p>Assignment of Marketing Agreement 2/7/1990.</p> <p>Assignment of Management Agreement 2/7/1990.</p> <p>Assignment of Construction Contract 2/7/1990.</p> <p>Assignment of Architect's Contract 2/7/1990.</p> <p>Feasibility Study BDO Seidman 1/24/1990.</p> <p>Opinion of Andrews Davis, et al., RE: Prisoner eligibility 2/7/1990.</p> <p>Opinion of Dorsey & Whitney tax counsel 2/7/1990.</p> <p>Supplemental Opinion Dorsey & Whitney tax counsel 2/7/1990.</p> <p>Project Fund Contract 2/7/1990: HEDA and Liberty.</p> <p>Letter 1/23/1990 Superintendent Hinton Public Schools.</p> <p>Letter 1/3/1990 from Caddo County Assessor.</p> <p>Resolution 1/24/1990: HEDA.</p> <p>Resolution 1/25/1990: Hinton Town Council.</p>

	Documents
10.	<p>Bond Transcript: \$12,000,000 Series 1994 Hinton Economic development Authority, containing the following:</p> <ul style="list-style-type: none"> Amended and Restated Ground Lease Agreement between HEDA and Dominion 5/1/1994. Amended and Restated Lease-Purchase Agreement between HEDA and Dominion 5/1/1994. Amended and Restated Assignment Agreement between HEDA, Dominion, and liberty 5/1/1994. Construction Contract between Dominion and Canam Construction Co. 5/1/1994. Architectural Contract between Dominion and The Benham Group 5/1/1994. Preliminary Official Statement 5/20/1994. Official Statement issued by HEDA 5/26/1994. Management Agreement between HEDA and Corrections Management Affiliates, Inc., 5/1/1994. UCC Financing Statement and Subordination Agreement 5/26/1994 First State Bank, Hinton, Oklahoma, HEDA, and Liberty. Opinion of Counsel, HEDA. Assignment of Management Agreement. Release of Mortgage. Assignment of Construction Contract. Assignment of Architect's Contract. Opinion of Counsel, Dominion. Trustee Certificate. Opinion of Counsel for Trustee. Opinion of Underwriter's Counsel. Certificate of Vice-President of Correction Management Affiliates, Inc. Projected Financial Statements and Report of Arthur Anderson & Co. 5/11/1994. Opinion of Dorsey & Whitney as special tax counsel. Supplemental Opinion of Dorsey & Whitney as special tax counsel. Project Funds Contract between HEDA and Liberty. Opinion of Dorsey & Whitney as to Series 1990A Certificates. Agreement between HEDA and State of North Carolina, as amended by a Letter Agreement.
11.	Email string commencing 1/25/2023 and ending 2/21/2023 between Zackry Frost, GEO Group and HEDA regarding GEO plans to lease Great Plains Correctional Facility.

	Documents
12.	Emails between Zackry Frost, GEO, and Jason Garner, HEDA, commencing May 10, 2023 and ending May 16, 2023.
13.	All correspondence between HEDA and GEO
14.	Letter dated May 18, 2023 Kimberlee Spady, HEDA General Counsel to Joe Negron, GEO Group, VP and General Counsel regarding sublease of Great Plains Correctional Facility.
15.	Letter dated June 7, 2023 Randall Wood, Pierce Couch, et al., on behalf of GEO Group to Kimberlee Spady, HEDA General Counsel responding to May 18, 2023 correspondence.
16.	Documentation from ODOC showing Prison population
17.	Documentation from GEO showing Prison population
18.	Documentation from other entities/jurisdictions showing Prison population
19.	Contract between GEO Group and Federal Bureau of Prisons, effective 6/1/2015
20.	Contracts between GEO and other entities related to the Prison
21.	Documents showing GEO's income, expenses, profits, and losses in connection with the Prison
22.	Estoppel and Recognition Agreements executed by HEDA and Hinton relating to the Prison and GEO's financing and related documents
23.	Caddo County Assessor's records regarding the Prison
24.	Records, including the records of the Beckham County Assessor, showing the value of and ad valorem taxes assessed against the prison owned by Corrections Corporation of America in Sayre, Oklahoma
25.	Records, including the records of the Comanche County Assessor, showing the value of and ad valorem taxes assessed against the prison and property owned by GEO Group and/or CPT Operating Partnership LP in Lawton, Oklahoma
26.	Documents requested from/produced by GEO
27.	All exhibits listed by Plaintiff not objected to by Defendants.
28.	All exhibits attached to depositions or produced through discovery and/or subpoena not otherwise objected to by Defendants.

Defendants reserve the right to amend this Witness and Exhibit List as discovery is ongoing.

Respectfully submitted,

/s/Andrew W. Lester

Andrew W. Lester, OBA No. 5388
John E. Dorman, OBA No. 11289
SPENCER FANE LLP
9400 North Broadway Extension, Suite 600
Oklahoma City, Oklahoma 73114
Telephone: (405) 844-9900
Facsimile: (405) 844-9958
Email: alester@spencerfane.com
jdorman@spencerfane.com

AND

/s/Kimberlee T. Spady

Kimberlee T. Spady, OBA No. 15660
114 E. Main Street
P.O. Box 433
Hinton, Oklahoma 73047
(405)542-6056
Kim@Spadylaw.com

**ATTORNEYS FOR DEFENDANTS AND
COUNTERCLAIMANTS THE HINTON
ECONOMIC DEVELOPMENT
AUTHORITY and THE TOWN OF**

HINTON, OKLAHOMA Certificate of Delivery

I hereby certify that on August 20, 2024, I electronically transmitted the attached documents to the Clerk of Court using the ECF system for filing and transmittal of Notice of Electronic Filing to all counsel of record including:

Randall J. Wood	rwood@piercecouch.com
Robert S. Lafferrandre	rlafferrandre@piercecouch.com

/s/Andrew W. Lester